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 and as trustee for the General Unsecured
 Creditors' Liquidating Trust of At Home
 Corporation, and on behalf of an in the name of
 the At Home Liquidating Trust of At Home
 Corporation

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Attorneys for Defendant
 MICROSOFT CORPORATION
 (Additional counsel listed on last page)

Attorneys for Counter Claim Defendant:
 JACQUELYN CRAWFORD

UNITED STATES DISTRICT COURT
 NORTHERN DISTRICT OF CALIFORNIA
 OAKLAND DIVISION

FRANK MORROW, on behalf of and as trustee for the
 General Unsecured Creditors' Liquidating Trust of At
 Home Corporation, and on behalf of an in the name of
 the At Home Liquidating Trust of At Home
 Corporation,

Plaintiff,

v.

MICROSOFT CORPORATION

Defendant/Counterclaim Plaintiff,

CASE NO.: C 03 4739 CW

STIPULATION AND ORDER RE
 SUBSTITUTION OF TRUSTEE

[No hearing unless required]

STIPULATION

It is hereby stipulated by and between plaintiff, Frank A. Morrow ("Trustee" or "Plaintiff"), Trustee of the At Home Corporation General Unsecured Creditors' Liquidating Trust ("AHGUCLT" or "GUC Trust"), and Microsoft Corporation ("Microsoft" or "Defendant") as follows:

1. Effective April 14, 2005, the Plaintiff Frank A. Morrow ("Morrow") resigned as the Trustee of the GUC Trust and is no longer a party to this action.

2. Hank M. Spacone ("Spacone") has succeeded Morrow as Trustee and is hereby substituted in to this action in the place and stead of Morrow. Spacone shall hereafter be the named plaintiff in this matter.

3. Nothing in this Stipulation shall diminish, abridge, or waive Microsoft's contentions that (1) none of the GUC Trust, Morrow, or Spacone has standing to maintain this action against Microsoft, and (2) the Settlement Agreement and Mutual Release entered into on and around April 24, 2003, between Microsoft and the At Home Liquidating Trust operates to release and extinguish certain claims against Microsoft in this action.

IT IS SO AGREED.

Dated: June 23, 2005

NIXON PEABODY LLP,

By: 

Beth L. Mitchell

Attorneys for FRANK MORROW, on behalf of and as trustee for the General Unsecured Creditors' Liquidating Trust of At Home Corporation, and on behalf of an in the name of the At Home Liquidating Trust of At Home Corporation

1 Dated: June 23, 2005

O'MELVENY & MYERS LLP

2
3
4 By:  /for/

Brett J. Williamson

Nate L. Dilger

5 Attorneys for Counterclaim Defendant JACQUELYN
6 CRAWFORD, on behalf of
7 and as trustee for the At Home Liquidating
8 Trust

9 Dated: June 23, 2005

FISH & RICHARDSON P.C.

10
11 By: 

Kurt L. Glitzenstein

12 Attorneys for MICROSOFT CORPORATION

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15 Microsoft Corporation
16 One Microsoft Way
17 Redmond, WA 98052-6399
18 Telephone: (425) 882-8080
19 Facsimile: (425) 936-7329

20 **ORDER**

21 Having reviewed the Stipulation herein and having found just cause for the relief sought. The
22 Court hereby orders that Hank M. Spacone shall hereafter be substituted as the named plaintiff in this
23 matter.

24 **IT IS HEREBY ORDERED:**

25 /s/ CLAUDIA WILKEN

26 6/27/05

Honorable Claudia Wilkin
United States District Judge
Northern District of California

PROOF OF SERVICE

CASE NAME: *Morrow v. Microsoft Corporation*
COURT: U. S. District Court Northern District of California (Oakland Division)
CASE NO.: C 03 4739 CW
NP FILE NO.: 313893.000016

I, the undersigned, certify that I am employed in the City and County of San Francisco, California; that I am over the age of eighteen years and not a party to the within action; and that my business address is Two Embarcadero Center, Suite 2700, San Francisco, CA 94111-3996. On this date, I served the following document(s):

STIPULATION AND ORDER REGARDING SUBSTITUTION OF TRUSTEE

on the parties stated below, through their attorneys of record, by placing true copies thereof in sealed envelopes addressed as shown below by the following means of service:

X : By First-Class Mail - I am readily familiar with the firm's practice for collection and processing of correspondence for mailing. Under that practice, the correspondence is deposited with the United States Postal Service on the same day as collected, with first-class postage thereon fully prepaid, in San Francisco, California, for mailing to the office of the addressee following ordinary business practices.

___ : By Personal Service - I caused each such envelope to be given to a courier messenger to personally deliver to the office of the addressee.

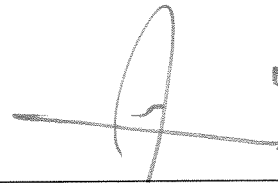
___ : By Overnight Courier - I caused each such envelope to be given to an overnight mail service at San Francisco, California, to be hand delivered to the office of the addressee on the next business day.

___ : By Facsimile - From facsimile number (415) 984-8300 before 5:00 P.M., I caused each such document to be transmitted by facsimile machine, to the parties and numbers listed below, pursuant to Rule 2008. The facsimile machine I used complied with Rule 2003(3) and no error was reported by the machine. Pursuant to Rule 2008(e)(4), I caused the machine to print a transmission record of the transmission, a copy of which is attached to the original of this declaration.

Addressee(s)

PLEASE SEE ATTACHED SERVICE LIST

I declare under penalty of perjury that the foregoing is true and correct. Executed on **June 23, 2005** at San Francisco, California.


 Tapa E. Tualaulelei

SERVICE LIST

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